

# STRANGER THINGS

**#302**

**THE MALL RATS**

**Nancy and Jonathan follow a lead, Steve and Robin sign on to a secret mission, and Max and Eleven go shopping. A rattled Billy has troubling visions.**

**INT. BRIMBORN STEELWORKS – MAIN FLOOR – NIGHT**

There's a faint rattling. The rattling stops. Billy runs out of the basement, falling to the ground. Bubbling and hissing can be heard in the basement. Billy grunts as he stumbles to his feet and starts running.

**EXT. BRIMBORN STEELWORKS – NIGHT**

Billy runs out of the factory and towards his car, getting in and driving off.

**EXT. HAWKINS ROAD – NIGHT**

Billy's car tires screech as he speeds along the road. He pulls over next to a payphone with a screech of his tires.

**INT. PHONE BOOTH – NIGHT**

Billy gets out of the car and runs towards the payphone, panting as he grabs the phone and frantically dials 911. He holds the phone to his ear and listens to it ring.

911 OPERATOR (ON PHONE): 911, what's your emergency?

Flashback to #301. Outside Brimborn Steelworks. A vine grabs around Billy's leg and pulls him backwards.

Flashback to #301. Inside Brimborn Steelworks. Billy screaming as he's dragged towards the basement.

Flashback to #301. The door to the Brimborn Steelworks basement. Billy holding onto the doorframe and fighting against what's pulling. Billy loses.

**FLASHBACK – INT. BRIMBORN STEELWORKS – BASEMENT – NIGHT**

*Rats run around, squealing. A sludgy tendril moves towards Billy. He screams as it latches onto his face.*

**INT. PHONE BOOTH – NIGHT**

The lights in the payphone flicker.

911 OPERATOR (CONT'D)(ON PHONE): (distorted) Is someone there? Hello?

**INT. PHONE BOOTH – BILLY'S MINDSCAPE**

The lights cut off. Billy looks out, seeing the world looking like the Upside Down. There are faint footsteps. He puts the phone back on its hook as he exits the payphone.

**EXT. HAWKINS ROAD – BILLY'S MINDSCAPE**

Billy pants as he looks down the road, seeing multiple human figures in the fog. The footsteps intensify as the figures march closer.

BILLY: What do you want?

There's no answer. The figures march closer. Billy slowly walks towards them.

BILLY (CONT'D): Hey! I said, what do you want?

There's no answer. The figures march closer. Billy slowly walks towards them. A storm forms in the background. There's lightning and thunder.

BILLY (CONT'D): I said, what do you want?

There's no answer. The figures stop marching, but one keeps walking towards Billy. Billy realises in horror that the figure looks like him. He gasps.

Cut to black.

## **MAIN TITLES.**

### **CHAPTER TWO: THE MALL RATS.**

#### **EXT. HOPPER'S CABIN – FRONT YARD – DAY**

Eleven paces on the porch, waiting for Mike. She lets out a sharp exhale and walks inside.

#### **INT. HOPPER'S CABIN – LOUNGE ROOM – DAY**

Eleven walks inside and up to the phone, dialling a number. Hopper watches from the kitchen.

HOPPER: Hey. Is everything okay?

ELEVEN: Yes.

#### **INT. WHEELER HOUSE – KITCHEN – DAY**

The phone rings. Karen walks over to it and picks it up.

KAREN: Hello, this is the Wheelers.

Eleven speaks indistinctly on the other end.

KAREN (CONT'D): Yeah, just a sec.

Karen covers the receiver.

KAREN (CONT'D): Mike!

#### **INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands.

KAREN (CONT'D)(O.S.): Phone!

MIKE: Okay!

Mike slowly walks over to the phone. He takes a deep breath and picks it up.

MIKE (CONT'D): Hello?

#### **INT. HOPPER'S CABIN – LOUNGE ROOM – DAY**

Eleven sighs.

#### **INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven walks inside with the phone and uses her powers to shut the door.

ELEVEN: It's 9:32. Where are you?

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE: Sorry, I...I was just about to call.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

MIKE (CONT'D)(ON PHONE): I, um...

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE (CONT'D): Can't see you today.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

ELEVEN: What...why not?

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE: It's my Nana. She's very sick.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

ELEVEN: But Hop said that your Nana was okay...

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

ELEVEN (CONT'D)(ON PHONE): That it was a false alarm.

Mike mouths 'shit'.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

MIKE (ON PHONE): Yeah.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE (CONT'D): That's...what...we thought it was at first...

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

MIKE (CONT'D)(ON PHONE): But then she took a real turn for the worse.

ELEVEN: Oh.

MIKE (ON PHONE): Yeah.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE (CONT'D): We think she might...die.

**INT. WHEELER HOUSE – KITCHEN – DAY**

Karen listens to the conversation on the phone.

KAREN: What?

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike's eyes widen when he realises Karen is listening. He covers the receiver and looks towards the basement door.

MIKE: Mum! Get off the phone!

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

MIKE (CONT'D)(ON PHONE): How many times?!

**INT. WHEELER HOUSE – KITCHEN – DAY**

KAREN: Did Nana call?!

**INT. WHEELER HOUSE – BASEMENT – DAY**

MIKE: No, Mum! Just get off the phone!

**INT. WHEELER HOUSE – KITCHEN – DAY**

Karen looks at the phone in disbelief. She scoffs before hanging it up.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike lets out a sigh of relief. He brings the phone back to his ear, acting as if nothing happened.

MIKE (CONT'D): Sorry about that.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

ELEVEN: Was that your mum?

MIKE (ON PHONE): Yeah.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE (CONT'D): She's so upset, she's making no sense.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

MIKE (CONT'D)(ON PHONE): Because we have to go to the nursing home.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE (CONT'D): To see Nana.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

ELEVEN: You can come over after?

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE: No!

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

MIKE (CONT'D)(ON PHONE): I mean, I...

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE: I just think...I need to be alone today. With my...feelings?

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

ELEVEN: Do you lie?

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone.

MIKE: What? No.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone.

MIKE (CONT'D)(ON PHONE): Friends don't lie.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike stands next to the phone. He covers the receiver and looks at the roof.

MIKE (CONT'D): What, Mum?

Mike waits for an answer to a question that was never asked. He puts the phone back to his ear.

MIKE (CONT'D): My mum's calling me. Better go. Talk to you tomorrow. Miss you already. Bye!

Mike hangs up the phone.

**INT. HOPPER'S CABIN – ELEVEN'S ROOM – DAY**

Eleven stands with the phone. She looks at the phone in confusion.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike rests his forehead on the phone.

**INT. HOPPER'S CABIN – LOUNGE ROOM – DAY**

Eleven slowly exits her room and into the kitchen, where Hopper stands eating a bowl of cereal.

HOPPER: Hey.

Eleven doesn't answer, only hanging the phone up.

HOPPER (CONT'D): What's going on?

Eleven doesn't answer, walking into her room and using her powers to slam the door closed. In the kitchen, a smile grows on Hopper's face as he eats his cereal, pleased with himself.

**EXT. HAWKINS ROAD – DAY**

Hopper's truck drives along.

**INT. HOPPER'S TRUCK**

'You Don't Mess Around With Jim' by Jim Croce plays on the radio. Hopper sings along, grinning.

JIM CROCE (ON RADIO) and Hopper: (singing) And they say you don't tug on Superman's cape...you don't spit it into the wind...you don't pull the mask on that old Lone Ranger...and you don't mess around with Jim...

Hopper scats along with the instrument break.

**EXT. MELVALD'S GENERAL STORE – DAY**

Hopper pulls up and gets out.

**INT. MELVALD'S GENERAL STORE – DAY**

The door bell jingles as Hopper opens the door and stands in the doorway. Joyce looks at him from her spot at the till.

HOPPER: Emotions have been shared.

Hopper walks into the store.

HOPPER (CONT'D): Boundaries have been set. Order...has been...

Hopper takes off his sunglasses.

HOPPER (CONT'D): Restored.

JOYCE: Wait, wait, it worked?

HOPPER: Uh, this is the first day in six long, excruciating months that they will not be seeing each other. Yes, I think it worked! Yes!

Hopper laughs. Joyce claps.

HOPPER (CONT'D): No, stop. It's all you. I'm a puppet, you're the master.

JOYCE: So you remembered everything?

Hopper laughs.

HOPPER: Yeah, yeah.

Hopper sits on the seat next to the till.

HOPPER (CONT'D): I mean, I had to improvise a little bit, you know? It turns out, getting to Mike, now that was the key.

JOYCE: And you didn't yell at him?

HOPPER: I'll tell you everything over dinner. I was thinking, you know, Enzo's, tonight, 7:00. Hey, before you say no, I'd...I'd like to make one thing crystal clear.

Hopper stands up.

HOPPER (CONT'D): This is not a date.

JOYCE: Wait, a date? You never said anything about a date.

HOPPER: I know, I didn't say anything about a date. I just wanted to clear it up in case there was any confusion on your part.

JOYCE: There's not.

HOPPER: Great. It's just two friends getting together for a nice dinner. I mean, we've earned it, haven't we?

JOYCE: I can't be out late.

HOPPER: You'll be home by 9:00.

JOYCE: 8:00.

HOPPER: 8:30, I'll pick you up.

JOYCE: I'll meet you there.

HOPPER: 7:00. Enzo's. Meeting there. Deal.

POWELL (ON RADIO): Hey, Chief, you copy? Chief!

Hopper grabs his radio. He starts to walk away from Joyce.

HOPPER: Yeah, I'm a little busy right now.

**EXT. HAWKINS TOWN HALL – DAY**

A crowd protests. Powell walks through the crowd.



CROWD: Recall the mall!

POWELL: Yeah, well, I'm busier here.

CROWD: Recall the mall!

POWELL: You wanna keep your job tomorrow, I think you need to get your ass to Town Hall. Now.

**INT. MELVALD'S GENERAL STORE – DAY**

Hopper sighs. He chuckles as he puts his radio away, grabbing his hat.

HOPPER: Duty calls.

Hopper walks towards the door. He trips over a pile of magnets.

HOPPER (CONT'D): Oh! Geez.

Hopper motions behind him.

HOPPER (CONT'D): Clean-up on aisle five.

Hopper runs to the door.

JOYCE: Bye.

HOPPER: See you tonight.

The door bell jingles as Hopper leaves. Joyce looks at the pile of magnets before walking around the counter and heading towards them. She bends down, picking a magnet up and putting it back on the stand. It falls right off. She grabs another magnet and puts it on the stand. It falls off as well. Joyce looks confused. She grabs another magnet and puts it on the stand. It falls off. Joyce looks at the magnets in confusion.

**INT. HAWKINS POST – LUNCH ROOM – DAY**

Nancy pours a cup of coffee. She gets distracted by the note she'd written the night before, not noticing that she was overfilling the cup until it was splattering onto the counter. She quickly pulls the coffee pot back.

NANCY: Oh, shit, shit.

Nancy puts the coffee pot away and reaches for paper towels.

BRUCE: Whoopsie-daisy!

Bruce laughs. Nancy turns around and gives him a small glare.

BRUCE (CONT'D): Careful there, Nancy Drew. Careful.

The men snicker. Nancy gives a forced smile and turns around to clean up the spill.

BRUCE (CONT'D): Pouring coffee's a tough gig, girl.

The men laugh.

**INT. HAWKINS POST – TOM'S OFFICE – DAY**

Nancy knocks on the door and opens it, putting the cup of coffee on Tom's desk.

NANCY: And here you are, two creams, two sugars.

TOM: Thanks, sweetheart.

NANCY: Of course.

Tom takes a sip.

NANCY (CONT'D): Tom?

TOM: Hmm?

NANCY: I really hate to ask this, but do you think one of the other girls could run and grab lunch today?

TOM: They're needed at their desks.

NANCY: I know, I just, um...I really need to go to the doctor. I've been having some...um...girl problems.

Tom coughs nervously.

**INT. HAWKINS POST – DARK ROOM – DAY**

Nancy opens the door. Jonathan looks up.

JONATHAN: Oh, come on! The light!

NANCY: Let's go.

**EXT. HAWKINS POST – DAY**

Nancy and Jonathan exit the building, heading towards Jonathan's car.

JONATHAN (CONT'D): Look, I just...I just don't know if this is such a good idea anymore.

NANCY: Really? Because I feel like it's the best idea I've had all summer.

JONATHAN: Look, all I'm saying is, what harm is there in asking?

NANCY: The harm in asking is that Tom will say no.

Jonathan and Nancy reach Jonathan's car, looking at each other across the roof.

NANCY (CONT'D): We ask for forgiveness, not permission. And if this story's as good as I think it's gonna be, then Tom won't care. In fact, he'll thank us.

JONATHAN: Or the old lady is nuts and the story blows up in our face and Tom fires us.

NANCY: And then we never have to work at this shithole again.

Nancy opens the passenger door and gets in. Jonathan looks around briefly before opening the driver's door and getting in.

**INT. SCOOPS AHOY – EATING AREA – DAY**

Robin holds out two ice cream cones to a pair of customers.

ROBIN: Have a nice day.

WOMAN: Thank you.

The couple walks away and reveals Dustin behind them. He steps up to the counter, grinning.

DUSTIN: Hi.

ROBIN: Hi.

DUSTIN: I'm Dustin.

ROBIN: I'm Robin.

DUSTIN: Pleasure to meet you. Uh, is...is he here?

ROBIN: Is who here?

Steve bursts out of the back room.

STEVE: Henderson.

Dustin laughs. Steve walks around the counter and towards Dustin.

STEVE (CONT'D): Henderson! He's back! He's back!

Robin watches the interaction with wide eyes.

DUSTIN: I'm back! You got the job!

STEVE: I got the job!

Steve imitates playing a trumpet.

STEVE (CONT'D): Hey!

Steve and Dustin do a special handshake.

STEVE (CONT'D): Oh!

Steve and Dustin imitate lightsabers clashing together. Dustin pretends to stab Steve with his pretend lightsaber, making Steve groan and splay his arms out. He and Dustin laugh as he pretends to spill his guts.

STEVE (CONT'D): Ah!

ROBIN: How many children are you friends with?

Steve sighs, his smile turning into a slight grimace. He motions towards Robin, giving Dustin a look as if to say, "see what I have to deal with?"

**INT. SCOOPS AHOY – EATING AREA – DAY**

Steve and Dustin sit in a booth. Dustin eats a banana split.

STEVE: No, no. No way. Hotter than Phoebe Cates. No.

DUSTIN: Mmm-hmm. Brilliant, too. And she doesn't even care that my real pearls are still coming in. She says kissing is better without teeth.

Steve looks speechless.

STEVE: Wow. Yeah, that's great. Proud of you, man. That's ro...that's kinda romantic.

Dustin shrugs

STEVE (CONT'D): That's like...wow.

DUSTIN: Hmm. So do you really just get to eat as much of this as you want?

STEVE: Yeah. I mean, sure. It's not really a good thing for me, though. You know, I gotta keep in shape for the ladies.

Robin looks at them as she cleans another booth.

ROBIN: Yeah, and how's that working out for you?

STEVE: Ignore her.

DUSTIN: She seems cool.

STEVE: She's not. So, uh, where are the other knuckleheads?

DUSTIN: They ditched me yesterday.

STEVE: No.

DUSTIN: My first day back. Can you believe that shit?

STEVE: Whoa. Seriously?

DUSTIN: I swear to God. Mmm. They're gonna regret it, though, big time, when they don't get to share in my glory.

STEVE: Glory? What glory?

Dustin looks slightly pleased with himself. He shuffles closer to Steve.

DUSTIN: So, last night, we're trying to get in contact with Suzie...

STEVE: Oh. Mmm.

DUSTIN: Mmm-hmm?

STEVE: Mmm-hmm.

DUSTIN: And, uh...

Dustin looks up at Robin as she serves a customer at the till.

WOMAN: (faint) And the orange sherbet and chocolate.

Dustin glances at a pair of girls at a table as they talk indistinctly. Dustin covers his mouth slightly with his hand.

DUSTIN: (whispers) I intercepted a secret Russian communication.

STEVE: What?

DUSTIN: Uh...

Dustin inhales deeply, looking around. He covers his mouth with his hand again, opening his palm towards Steve.

DUSTIN (CONT'D): (softly) I intercepted a secret Russian communication.

STEVE: Just speak louder.

DUSTIN: (loudly) I intercepted a secret Russian communication!

Everyone in the shop turns to look at the booth.

STEVE: Geez, shh. Yeah, okay, that's what I thought you said.

They sit in silence for a moment.

STEVE (CONT'D): What...what does that mean?

DUSTIN: It means, Steve, we could be heroes. True American heroes.

Steve smiles at the idea.

STEVE: Huh.

DUSTIN: Mmm-hmm?

STEVE: American heroes.

Steve shifts closer to Dustin.

DUSTIN: Just think, you could have all the ladies you want and more.

STEVE: More?

DUSTIN: More.

STEVE: I like more.

DUSTIN: Mmm-hmm.

STEVE: What's the catch?

DUSTIN: No catch, I just need your help.

STEVE: With what?

Dustin reaches over to his bag, unzipping it and rifling outside. He pulls out a copy of 'ROMANOV'S RUSSIAN – ENGLISH, ENGLISH – RUSSIAN DICTIONARY' and holds it up.

DUSTIN: Translation.

#### **EXT. HARGROVE HOUSE – FRONT YARD – DAY**

Max skates on the road outside. She attempts to do a trick but fails, her leg moving out from under her as her skateboard rolls away.

MAX: Shit!

Max's skateboard rolls along the ground. It's stopped and picked up by Eleven. Max looks shocked to see her. Eleven walks towards Max, holding the skateboard.

ELEVEN: Hi.

Max takes the skateboard, confused.

MAX: Hi?

ELEVEN: Can we talk?

**INT. HARGROVE HOUSE – MAX’S ROOM – DAY**

Eleven sits on the bed. Max paces the room.

ELEVEN (CONT’D): And then he said he...he missed me. And then he just hung up.

MAX: He’s a piece of shit.

ELEVEN: What?

MAX: Mike doesn’t have jack shit to do today, and his Nana obviously isn’t sick. I guarantee you, him and Lucas are playing Atari right now.

ELEVEN: But friends don’t lie.

MAX: Yeah, well, boyfriends lie. All the time.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Lucas sits on a couch. Mike paces the room. Will sits at the table, setting up a D&D board.

MIKE: She knows I’m lying. She knows I’m lying.

LUCAS: I don’t even understand. Why lie?

MIKE: Hopper. He threatened me.

LUCAS: Did he say that he’d kill you?

MIKE: What? No.

LUCAS: So then, what’s the big deal?

MIKE: The big deal is if I don’t do what he says, then he’ll stop me from seeing El. Like, permanently. You don’t understand, Lucas. He’s crazy. He’s lost his mind.

WILL: Hey, guys, I’m almost set up here.

MIKE: I had no choice, Lucas. I really had no choice.

LUCAS: I just wish you’d consulted me, because the way you handled this, you’re in deep shit.

**INT. HARGROVE HOUSE – MAX’S ROOM – DAY**

Max sits on the bed beside Eleven.

MAX: You’re going to stop calling him. You’re going to ignore his calls. As far as you’re concerned, he doesn’t exist.

ELEVEN: Doesn’t exist?

MAX: He treated you like garbage. You're gonna treat him like garbage. Give him a taste of his own medicine.

ELEVEN: Give him the medicine.

MAX: Mmm-hmm. And if he doesn't fix this, if he doesn't explain himself, dump his ass.

Eleven's eyes widen.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Mike groans as he sits down on a couch.

LUCAS: I'm not gonna lie, it's gonna be bad.

Mike groans.

LUCAS (CONT'D): But...you can fix this.

Lucas stands up, looking down at Mike.

LUCAS (CONT'D): It's just one little mistake. I've made hundreds, thousands. Max has dumped me five times. But what have I done? Huh? Have I despaired? No. I've marched back into battle, and I've won her back every single freaking time.

MIKE: How?

LUCAS: I'll show you. Come on.

Lucas starts walking away. Mike gets up.

**INT. HARGROVE HOUSE – MAX'S ROOM – DAY**

Max stands up and reaches for Eleven's hands, pulling her off the bed.

MAX: Come on.

ELEVEN: Where are we going?

MAX: To have some fun.

Max starts pulling Eleven towards the door.

MAX (CONT'D): There's more to life than stupid boys, you know.

**INT. WHEELER HOUSE – BASEMENT – DAY**

Lucas and Mike run up the stairs. Will looks at them from the table.

WILL: Wait, guys! I'm still here!

The door opens and closes.

WILL (CONT'D): Guys?

**EXT. HAWKINS COMMUNITY POOL – POOL AREA – DAY**

Hawkins residents play in the pool. Heather blows the whistle.

HEATHER: Hey! No dunking, Curtis. No...dunking.

Karen, Winnie, Liz, and Jill watch Heather from their deck chairs.

LIZ: God, even her voice annoys me.

JILL: Nails on a chalkboard.

WINNIE: Don't worry, ladies, ten more minutes till showtime. Liz, will you get my back?

Liz closes her magazine. Karen looks around, seeing Billy walk into the storage room. She lets out a small sigh.

KAREN: Hey, Jill, I gotta use the restroom. Will you watch Holly for me?

JILL: Sure thing, hon.

KAREN: Thanks.

Karen gets up.

**INT. HAWKINS COMMUNITY POOL – STORAGE ROOM – DAY**

Karen stands at the door and looks in.

KAREN (CONT'D): Billy?

Karen walks into the storage room.

**INT. HAWKINS COMMUNITY POOL – SECONDARY STORAGE ROOM – DAY**

Karen rounds the corner, finding Billy standing at the end of the room, facing away from her.

KAREN (CONT'D): Billy?

Karen slowly walks towards Billy. He doesn't move.

KAREN (CONT'D): I...I understand if you're angry with me. I just...I wanted to explain...

Billy exhales sharply. He's sweating profusely.

KAREN (CONT'D): (echoing) Why I didn't come last night. It's not you, it's just...I have a family.

Billy's heart pounds loudly. Karen steps towards him.

KAREN (CONT'D): (echoing) And I can't do anything that will hurt them.

Billy's eyes narrow and his jaw clenches.

KAREN (CONT'D): (echoing) You can understand that, right?

Karen shakes her head.

KAREN (CONT'D): (echoing) But I shouldn't have said that-

Billy whips around and smashes Karen's head into a shelf with a grunt.

Cut to black.

KAREN (CONT'D): (echoing) Billy.

**INT. HAWKINS COMMUNITY POOL – SECONDARY STORAGE ROOM – DAY**



Karen is fine. It was in Billy's head. He breathes rapidly.

KAREN (CONT'D): Billy...please, will you talk to me?

Billy turns around.

BILLY: Stay away from me, Karen.

Billy pushes past Karen.

**EXT. HAWKINS COMMUNITY POOL – POOL AREA – DAY**

Billy stumbles out of the storage room, panting. His vision is blurry. He holds his hand up to shade from the sun, before he starts to stumble towards the lifeguard tower. Kids voices and water splashing sounds distorted. Heather walks past Billy, smiling.

HEATHER: (echoing) Looking good, Billy.

Billy looks at the deck chairs as he passes. Winnie and Liz smile at him.

WINNIE and LIZ (IN UNISON): (echoing) Afternoon, Billy.

Billy pulls himself up into the lifeguard tower, breathing heavily. The sun pulses. Billy looks weak, almost sick.

**INT. SCOOPS AHOY – EATING AREA – DAY**

Erica stands in front of the counter, her group of friends behind her. Robin gets a sample spoon of ice cream and hands it to Erica, who eats it.

ERICA: Mmm.

Erica puts the spoon down.

ERICA (CONT'D): Can I try the peppermint stick?

ROBIN: Haven't you already tried the peppermint stick?

ERICA: Yes, and I'd like to try it again.

Robin looks done. She looks towards the back room.

ROBIN: Steve!

**INT. SCOOPS AHOY – BACK ROOM – DAY**

Dustin sits at the table. Steve paces slightly, eating a banana. They've written out a Russian and English alphabet on the small whiteboard on the wall. Dustin plays the recording of the Russian code. There's a song playing faintly in the background. He stops the recording.

DUSTIN: So what do you think?

STEVE: It sounded familiar.

DUSTIN: What?

STEVE: The music. The music right there at the end.

DUSTIN: Why are you listening to the music, Steve? Listen to the Russian! We're translating Russian!

STEVE: I'm trying to listen to the Russian, but there's music-

Robin bursts into the back room.

ROBIN: All right, babysitting time is over. You need to get in there.

Steve stumbles back. Robin notices the whiteboard.

ROBIN (CONT'D): Hey, my board. That was important data, shitbirds.

DUSTIN: I guarantee you, what we're doing is way more important than your data.

Robin walks towards them.

ROBIN: Yeah?

DUSTIN: Yeah.

ROBIN: And how do you know these Russians are up to no good anyways?

Dustin looks at Steve.

DUSTIN: How does she know about the Russians?

STEVE: I don't know.

DUSTIN: You told her about-

STEVE: It wasn't me.

ROBIN: Hello, I can hear you. Actually, I can hear everything. You are both extremely loud. You think you have evil Russians plotting against our country, on tape, and you're trying to translate, but haven't you figured out a single word because you didn't realise the Russians use an entirely different alphabet than we do. Sound about right?

Steve and Dustin don't say anything. Robin reaches for the tape recorder, but Steve quickly grabs it away.

STEVE: Whoa! What do you think you're doing?

ROBIN: I wanna hear it.

STEVE and DUSTIN (IN UNISON): Why?

ROBIN: Cause maybe I can help. I'm fluent in four languages, you know.

DUSTIN: Russian?

ROBIN: Ou-yay are-yay umb-day.

Steve and Dustin look impressed.

STEVE: Oh-ho-ho!

DUSTIN: Holy shit!

ROBIN: That was Pig Latin, dingus.

Steve smacks Dustin with the banana peel.

STEVE: Idiot.

Robin sits down at the table.

ROBIN: But I can speak Spanish and French and Italian, and I've been in band for 12 years. My ears are little geniuses, trust me.

STEVE: Uh...

ROBIN: Come on, it's your turn to sling ice cream, my turn to translate. I don't even want credit. I'm just bored.

Robin reaches across the table, holding out the ice cream scooper. Steve looks reluctant. The counter bell dings a few times. Dustin looks at Steve. Steve reluctantly takes the scooper and hands the tape recorder to Robin.

**EXT. DRISCOLL HOUSE – DAY**

Jonathan's car pulls up.

**EXT. DRISCOLL HOUSE – DAY**

Nancy and Jonathan stand in front of the front door. Nancy knocks on the door. Mrs. Driscoll answers the door after a few moments.

MRS. DRISCOLL: Yes?

NANCY: Mrs. Driscoll?

MRS. DRISCOLL: Yes?

NANCY: Hi, um, I'm Nancy. Nancy Wheeler. We spoke briefly on the phone last night.

JONATHAN: We're from The Hawkins Post.

MRS. DRISCOLL: Oh! Oh, yes! Oh, my goodness. Oh. You look too young for reporters.

JONATHAN: We get that a lot.

Mrs. Driscoll chuckles.

MRS. DRISCOLL: Follow me.

**INT. DRISCOLL HOUSE – HALLWAY – DAY**

Mrs. Driscoll leads Nancy and Jonathan through the house and towards the basement. Nancy takes notes.

NANCY: Oh, it's...it's lovely. Um, do you live here all alone?

MRS. DRISCOLL: Yes. Jack, my husband, he passed away, what is it now, ten years ago.

NANCY: Oh, um...I'm...I'm so sorry.

MRS. DRISCOLL: Oh, don't be. I kinda like the quiet.

Mrs. Driscoll stops outside the door to the basement, turning to face Nancy and Jonathan.

MRS. DRISCOLL (CONT'D): At least, I did.

Mrs. Driscoll opens the basement door. It creaks. She starts to walk down the stairs.

MRS. DRISCOLL (CONT'D): This way.

Nancy and Jonathan stare down the stairs. They share a look.

**INT. DRISCOLL HOUSE – BASEMENT – DAY**

Mrs. Driscoll turns the light on as Nancy and Jonathan walk down the stairs. Mrs. Driscoll points to a corner of the basement.

MRS. DRISCOLL (CONT'D): It's right over there.

Nancy and Jonathan stand behind Mrs. Driscoll, unsure. Nancy takes a breath and walks into that area of the basement, coming across bags of soil, the soil strewn on the ground underneath them. Nancy bends down and picks a bag up, looking at the holes in it.

MRS. DRISCOLL (CONT'D): You see those little teeth marks, don't ya?

Jonathan takes a photo. The flash makes Nancy look at him with a slightly annoyed look. He lowers the camera. Nancy looks back at the soil bags.

NANCY: And...these bags, um...

Nancy lowers the bag and looks back at Mrs. Driscoll. Jonathan looks at Mrs. Driscoll as well.

NANCY (CONT'D): You're sure they were full before?

MRS. DRISCOLL: I'm old, honey, not senile. Bought them over at Blackburn's Supplies just last Tuesday.

Nancy takes notes.

MRS. DRISCOLL (CONT'D): Now you tell me, why would rats want to eat a poor old woman's fertiliser?

NANCY: Are you sure they did?

Nancy stands up.

NANCY (CONT'D): Maybe they just gnawed the bag? I mean...eating fertilizer seems-

Jonathan stands up.

MRS. DRISCOLL: Crazy. Believe me, I know, honey. But...

Mrs. Driscoll sighs.

MRS. DRISCOLL (CONT'D): Something's not right with these rats.

NANCY: What does that mean, exactly...“not right”?

Mrs. Driscoll shrugs.

MRS. DRISCOLL: Rabies, my guess.

Nancy takes notes.

MRS. DRISCOLL (CONT'D): That's when I said to myself, "Doris, you gotta call the paper. Because if those diseased rates are runnin' loose, the people, they oughta know". Wouldn't you agree?

Before Nancy or Jonathan can respond, there's a loud crashing sound in another section of the basement. The crashing continues.

MRS. DRISCOLL (CONT'D): Oh, yes, I forgot to mention!

Mrs. Driscoll motions at Nancy and Jonathan.

MRS. DRISCOLL (CONT'D): Come on over here.

Nancy and Jonathan share a look before following Mrs. Driscoll to another section of the basement. A cage shakes on a bench, covered in a sheet. Mrs. Driscoll looks pleased with herself.

MRS. DRISCOLL (CONT'D): I caught one of the little bastards.

Squeaking and snarling can be heard from inside the cage. Nancy and Jonathan look at it with wide eyes.

#### **EXT. HAWKINS TOWN HALL – DAY**

A crowd protests.

CROWD: Kline's a swine! Kline's a swine! Kline's a swine! Kline's a swine! Kline's a swine!

#### **INT. HAWKINS TOWN HALL – WAITING ROOM – DAY**

Grigori walks down the hall towards the front doors, wearing a navy utility uniform and carrying a motorbike helmet.

CROWD (CONT'D): (muffled) Kline's a swine! Kline's a swine! Kline's a swine! Kline's a swine!

Grigori passes Hopper, who sits smoking on a chair in the lobby.

CROWD (CONT'D): (muffled) Kline's a swine! Kline's a swine!

Candice walks down the hallway towards Hopper.

CANDICE: Jim? Mayor Kline is ready for you.

Hopper exhales smoke. He leans over and puts his cigarette out in an ashtray.

HOPPER: Great.

#### **INT. HAWKINS TOWN HALL – KLINE'S OFFICE – DAY**

Kline sits at his desk, reading the newspaper. Candice opens the door, allowing Hopper to walk in.

HOPPER (CONT'D): Thank you.

Kline lowers the newspaper and smiles.

KLINE: Jim.

Kline stands up and walks towards Hopper.

KLINE (CONT'D): Thanks for coming by.

Hopper and Kline shake hands. Candice closes the door.

HOPPER: I'm not doing it, Larry.

Kline laughs.

KLINE: Calm down, now. You don't even know what I want.

Kline moves back to sit at his desk. Hopper stays standing near the door.

HOPPER: You don't like your little fan club out there, you want me to shut 'em down. That sound about right?

Kline sits down, laughing.

KLINE: When'd you get so serious? Take a seat.

Hopper reluctantly moves towards the seat in front of Kline's desk. Protesters can be heard faintly outside. Hopper clears his throat as he sits down.

KLINE (CONT'D): My fan club, as you call them, now, you know why they're out there, don't ya?

HOPPER: They're not actually fans?

Kline chuckles.

KLINE: They lost their jobs to the mall and blame me for helping make that happen. Now, you go ask anyone else in this town. They all love the mall. It's helped our economy grow, brought in new jobs, and just some incredible new stores. Which is why they all stopped shopping at their, uh, mum-and-pops.

Kline reaches into his cigar box and pulls out a fresh cigar.

KLINE (CONT'D): Now, that's not me, Jim.

Hopper leans forward, picking up Kline's name block.

HOPPER: Mmm-hmm?

KLINE: Uh-uh.

Kline reaches for his cigar cutter.

KLINE (CONT'D): That's just, uh, good old fashioned American capitalism.

Kline uses the cigar cutter to cut the end off of the cigar. He sticks the cigar in his mouth.

HOPPER: Well, Larry, I think that they're just exercising their good old fashioned American right to protest.

Hopper puts the name block back onto the desk and gets up, walking to the door.

KLINE: I agree.

HOPPER: Yeah.

KLINE: If.

Hopper stops.

KLINE (CONT'D): If they had a permit.

Hopper turns around.

KLINE (CONT'D): Now, correct me if I'm wrong here, Jim, but, uh...I don't believe they secured a permit from your office, did they?

Hopper walks away from the door to be standing behind the chairs in front of Kline's desk.

HOPPER: Not that I'm aware of.

KLINE: Then I do believe it's within my right to get rid of them.

Kline lights his cigar.

HOPPER: Larry, I'm not a politics guy, but I think if you force those people outta here without provocation, I don't think that's a good look for your re-election campaign.

Kline stands up and moves to the window, looking out of it. He lifts the blind slightly to get a clearer view of the protesters.

KLINE: You know what's in four days, Jim?

Kline drops the blind.

HOPPER: Independence Day?

Kline turns around.

KLINE: That's right.

Kline walks towards Hopper.

KLINE (CONT'D): And I'm gonna throw this town the biggest bash it's ever seen. Fireworks, music, activities, you name it. I'm gonna pull out all the stops. You know why?

Hopper shakes his head slightly.

KLINE (CONT'D): Cause at the end of the day, that's all the voters will remember.

Hopper's brows furrow slightly.

KLINE (CONT'D): But I can't think, much less plan, with all that racket going on out there. So, if you don't mind...

Kline walks over to the door and opens it. Hopper moves to leave, standing in front of Kline.

KLINE (CONT'D): Please...just do your job. Flash your little gold badge, and get rid of them.

Kline pats Hopper's shoulder.

**EXT. STARCOURT MALL – DAY**

A bus pulls up outside, opening its doors to allow riders to get off. Max and Eleven step off.

MAX: So, what do you think?

Eleven doesn't answer.

MAX (CONT'D): Hey, what's wrong?

ELEVEN: Too many people. Against the rules.

MAX: Seriously? You have superpowers. What's the worst that could happen?

Eleven nods before smiling.

**INT. STARCOURT MALL – DAY**

Max pulls Eleven into the centre of the bottom floor, grinning. Eleven looks around in wonder.

MAX (CONT'D): So, what should we do first?

Eleven glances at Max but doesn't say anything. Max laughs.

MAX (CONT'D): You've never been shopping before, have you?

Eleven shakes her head.

MAX (CONT'D): Well, then I guess we're just gonna have to try everything.

Max catches sight of the Gap. She grabs Eleven's arm.

MAX (CONT'D): Ooh. Come on.

Max and Eleven run through the crowd and into the Gap. Mike, Lucas, and Will walk past the shop, the two groups unaware of the other.

MIKE: I just...I don't understand what we're looking for.

LUCAS: Something pretty and shiny that says "I'm sorry".

MIKE: What, just something that literally says "I'm sorry"?

LUCAS: No!

**INT. GAP – DAY**

Eleven walks around, amazed by and touching everything. Max follows behind, smiling. Eleven spots a blue shirt with faux paint splatters on a mannequin, staring up at it in wonder.

MAX: Do you like that?

ELEVEN: How do I know...what I like?

MAX: You just try things on. Until you find something that feels like you.

ELEVEN: Like me?

MAX: Yeah. Not Hopper. Not Mike. You.

Eleven smiles.

**INT. MELVALD'S GENERAL STORE – DAY**

Joyce sits at her till, looking through books on electromagnetic concepts and devices. She sighs heavily, looking down. Then she looks up, having a realisation.

**EXT. MELVALD'S GENERAL STORE – DAY**

Joyce's car reverses and drives away.

**EXT. CLARKE HOUSE – FRONT YARD – DAY**



Joyce stands in front of the front door, trying to carry a large pile of books. She rings the doorbell. There's no answer.

JOYCE: Hello?

**INT. CLARKE HOUSE – LOUNGE ROOM – DAY**

Mr. Clarke sits at a table, painting mini figurines. 'My Bologna' by "Weird Al" Yankovic plays loudly from the speakers.

"WEIRD AL" YANKOVIC (ON SPEAKER): (singing) Ooh, my little hungry one, hungry one...open up a package of...

JOYCE (O.S.): Hello?

The doorbell rings. Mr. Clarke looks up slightly, unsure if he's hearing things.

JOYCE (CONT'D)(O.S.): Hello?

Mr. Clarke turns around.

"WEIRD AL" YANKOVIC (ON SPEAKER): (singing) Top it off with a little of my bologna...

**EXT. CLARKE HOUSE – FRONT YARD – DAY**

Joyce stands in front of the front door. She gives up and turns around, walking back to her car. Just as she reaches for the door handle, the garage door starts to open. Joyce turns around.

"WEIRD AL" YANKOVIC (CONT'D)(ON SPEAKER): (singing) My, my, ay, ay, woo! M-m-m-m-m-my, my, my, ay, ay, woo!

The garage door opens to reveal Mr. Clarke standing there. He wears a headband magnifier.

"WEIRD AL" YANKOVIC (CONT'D)(ON SPEAKER): (singing) M-m-m-m-my bologna...

Mr. Clarke raises the magnifier part up to see Joyce clearer.

MR. CLARKE: Mrs. Byers?

Joyce gives an awkward wave.

"WEIRD AL" YANKOVIC (ON SPEAKER): (singing) M-m-m-m-my bologna...m-m-m-m-my bologna...

**INT. DRISCOLL HOUSE – BASEMENT – DAY**

Jonathan stands in one part of the basement, taking photos of the rat inside the cage. The sheet on the cage is now off, and the rat inside squeals and races around the cage, throwing itself against the cage walls. Jonathan takes a photo. He takes another, then another. The rat screeches. Jonathan takes another photo.

JONATHAN: We're gonna have to keep doing this until you stop moving, you little shit.

The rat continues to squeal. Jonathan takes another photo.

**INT. DRISCOLL HOUSE – KITCHEN – DAY**

Nancy stands next to the phone, waiting for the line to connect. A phone book sits on a small table next to her, open to a section on Roane Exterminating.

NANCY: Hi, yes, um, this is Nancy Wheeler from the Hawkins Post. Yeah, um...I have a bit of a weird question for you. I was wondering if you guys had gotten any recent calls about, um...rabid rats?

There's an indistinct voice on the other line.

NANCY (CONT'D): No, uh, rabid rats. Rats with rabies?

There's an indistinct voice on the other line.

NANCY (CONT'D): Oh, um...what about just rats, in general?

There's an indistinct voice on the other line.

NANCY (CONT'D): Uh-huh.

There's an indistinct voice on the other line.

NANCY (CONT'D): Okay. Thank you.

Nancy moves to hang up the phone. Mrs. Driscoll walks towards her, holding a glass of lemonade.

MRS. DRISCOLL: You're a regular little detective, aren't ya?

Mrs. Driscoll holds the glass out to Nancy.

MRS. DRISCOLL (CONT'D): Lemonade? It's fresh-squeezed.

NANCY: Sure, thanks.

Nancy takes the glass.

NANCY (CONT'D): Um...do you mind if I make just a few more calls?

MRS. DRISCOLL: Not at all. I enjoy the company.

Nancy sets the glass down on the small table. She flicks through the phone book, coming across a section on Blackburn's Farm Supply. She grabs the phone and dials the number.

**INT. DRISCOLL HOUSE – BASEMENT – DAY**

Jonathan takes a photo. The rat squeals and races around. Jonathan walks away to change the film in his camera, his back to the rat. The squealing intensifies, then stops. Jonathan turns around to look at the rat, confused. The rat is now on the floor of the cage, breathing quickly and making pained squeaks. Jonathan walks over to the cage and bends slightly to look at it, concerned.

JONATHAN: You all right, little bud?

The rat squeals loudly. Nancy runs down the stairs.

NANCY: Jonathan!

Jonathan jumps slightly, turning around.

NANCY (CONT'D): I have a lead.

JONATHAN: Uh...yeah, okay, but, uh...

Jonathan looks at the rat.

JONATHAN (CONT'D): I just think there's something really wrong with this rat.

NANCY: Yeah, no shit. Come on.

Nancy runs back up the stairs.

JONATHAN: No, I...

The rat lets out pained squeals. Jonathan sighs and walks over to his stuff, grabbing it before walking up the stairs.

JONATHAN (CONT'D): Nancy, wait up.

The lights start to flicker, buzzing. The pain squealing continues, the rat writhing. It screeches...and explodes into a pile of sludge. The sludge starts to move, pushing its way through the walls of the cage and flopping onto the floor. It snarls, forming a sort of deformed hand. It scuttles towards the stairs, screeching.

**FLASHBACK – EXT. HAWKINS ROAD – BILLY'S MINDSCAPE**

*The world looking like the Upside Down. Billy stands opposite Upside Down Billy. Lightning flashes and thunder claps.*

BILLY: *I said, what do you want?!*

UPSIDE DOWN BILLY: *(deep echoing voice) To build. I want you to build.*

BILLY: *To build what?*

UPSIDE DOWN BILLY: *(deep echoing voice) What you see.*

BILLY: *I don't understand.*

*Thunder claps, and the world is back to normal. There's no Upside Down Billy, nor the other figures that had been behind him.*

BILLY (CONT'D): *I don't understand!*

*Billy turns to look for others. He turns back.*

BILLY (CONT'D): *What do you mean? I don't understand!*

**EXT. HAWKINS COMMUNITY POOL – POOL AREA – DAY**

Billy wakes up with a gasp, looking around. The crowd's voices are distorted. Bill groans and sits back in the lifeguard tower. He notices a burn on his left arm, the flesh sizzling in the sun. He pulls his arm up to get a good look, hissing.

**EXT. HAWKINS COMMUNITY POOL – POOL AREA – DAY**

Billy stumbles along the concrete, sweating profusely with laboured breathing. He accidentally bumps into a man, knocking the man's esky and ice onto the ground.

MAN: (distorted) Hey, man!

Heather and a few other teens look at Billy from a picnic bench.

HEATHER: (distorted) Billy, are you okay?

Billy doesn't say anything, continuing to stumble along, panting.

**INT. HAWKINS COMMUNITY POOL – MEN’S ROOM – DAY**

Billy pulls back a shower curtain, stumbling into the shower and turning it to cold. He puts his hands against the wall, breathing heavily as the water hits his body. He looks down at his left arm and sees black tendrils snaking under his skin, forming a large protruding vein at the top of his forearm. He touches the vein and has a vision of the Mind Flayer. Billy screams in pain, covering his ears as a high-pitched screeching fills his ears. He yells and sinks to the floor, still covering his ears.

HEATHER (CONT'D)(O.S.): (echoing) Billy?

Billy looks towards the entrance of the shower to see Heather round the corner. She looks down at him. He backs against the wall.

HEATHER (CONT'D): (echoing) Billy.

Billy pants. Heather bends down to be eye level with Billy. He tries to back away further.

HEATHER (CONT'D): (distorted) Take me to him.

Billy: What?

Billy snaps back to reality. Heather looks concerned.

HEATHER: I said, are you hurt? What’s going on? I heard screaming. Should I call an ambulance?

Billy grips his leg.

HEATHER (CONT'D): Billy?

Billy doesn’t say anything. Heather starts to look scared. Billy lunges for Heather. Heather’s scream echoes.

**INT. GAP – DAY**

Eleven jumps out in front of a mirror, wearing the blue shirt from earlier. She’s paired it with yellow pants and a pair of suspenders. She walks closer to the mirror, standing next to Max with a smile. Max hands Eleven a yellow beret, which she awkwardly places on her head. Max shakes her head and fixes it on correctly. Eleven pulls out the suspenders and lets them snap back in to place, laughing at the action.

**INT. ZALES – DAY**

Mike scans the display cases, followed by Will and Lucas. Mike comes across a gold teddy bear, kneeling in front of the case. He looks at Parker, who stands behind the counter.

MIKE: Excuse me, sir.

PARKER: Mmm-hmm?

Mike points at the teddy bear.

MIKE: How much for this little teddy bear right here?

Parker looks down into the case, then gives Mike a look.

**INT. STARCOURT MALL – HALLWAY – DAY**

Mike, Lucas, and Will exit Zales and walk away.

LUCAS: Three hundred? Three hundred.

MIKE: I should've shoved that teddy bear right up his-

**INT. GAP – DAY**

Eleven jumps out wearing a matching shirt and skirt – white with faux paint splatters. Max holds up two belts, yellow and red, weighing them up. Eleven grabs the yellow belt.

**INT. GAP – DAY**

Eleven spins in the mirror, now wearing the yellow belt. She almost loses her balance and falls into Max, the pair laughing.

**INT. GAP – DAY**

Max tries on sunglasses in the mirror. She comes across a red pair and smiles.

**INT. STARCOURT MALL – HALLWAY – DAY**

Mike, Lucas, and Will come across Love Lace. They stand in the opening, looking at the products with wide eyes. They back away slowly before running away.

**INT. GAP – DAY**

Eleven stands in front of the mirror, wearing a colourful romper. She plays with her hair before grabbing Max's hands and pulling her away.

**INT. STARCOURT MALL – HALLWAY – DAY**

Max and Eleven walk through the mall with their elbows interlaced, smiling. Max wears her new red sunglasses. Eleven wears her new colourful romper and carries a bag of Gap clothing.

**INT. FINE PERFUMES – DAY**

Mike, Lucas, and Will stand at the counter, all sniffing a different perfume. Lucas sprays one into the air and smells it, smiling. He turns to Mike.

LUCAS: Hey, Mike.

Lucas sprays the perfume towards Mike, accidentally getting him directly in the face. Mike squeezes his eyes shut.

MIKE: Oh! Uh! Ahh!

**INT. STARCOURT MALL – HALLWAY – DAY**

Max pulls Eleven towards Flash Studio, the pair running inside.

**INT. FLASH STUDIO – DAY**

Max and Eleven wear silly getup.

TOBY: That's it, girls! Okay, here we go.

Max and Eleven pose. Toby takes a photo. They pose again. Another photo. Max and Eleven laugh.

TOBY (CONT'D): Wardrobe change, please! Wardrobe change! Thank you!

Max and Eleven leave and come back wearing another set of silly getup. They pose. Toby takes a photo. Max and Eleven leave and come back wearing another set of silly getup. They pose. Toby takes a photo. Max and Eleven leave and come back wearing another set of silly getup. They pose. Toby takes a photo. Toby pretends to shake his hair.

TOBY (CONT'D): Shake it. Shake it out for me.

Max and Eleven shake their hair.

#### **INT. KAUFMAN SHOES – DAY**

Max helps Eleven walk in a pair of colourful shoes. Eleven's ankle rolls and she falls to the ground with a gasp, before she starts laughing. Max helps her up, also laughing. Stacy and her friends look at the pair with annoyed expressions. Max and Eleven briefly stop laughing when they see them looking. The girls roll their eyes and go back to looking at shoes. Max and Eleven look at each other and burst out laughing.

#### **INT. STARCOURT MALL – HALLWAY – DAY**

Max and Eleven peer out from behind a pillar, looking at Stacy and her friends as they talk to a boy outside Orange Julius. Eleven uses her powers to make Stacy's drink explode, making the girls gasp. Max and Eleven laugh, seeing the drink all over the girls. Max pushes Eleven to leave.

MAX: Come on!

Max and Eleven run away.

MAX (CONT'D): See? What'd I tell you? There's more to life than stupid boys.

The girls run past Mike, Lucas, and Will, who sit on a bench surrounding a plant. Neither group spots each other. Mike and Lucas look defeated. Will looks bored.

WILL: Can we please play D&D now?

MIKE and LUCAS (IN UNISON): No.

#### **INT. SCOOPS AHOY – BACK ROOM – DAY**

Dustin sits at the table, playing the recording of the Russian code. Robin paces the room, listening.

ROBIN: Wait, that last part, just one more time.

DUSTIN: Okay.

Dustin rewinds the tape and presses play.

ROBIN: Okay, that word.

Dustin stops the recording.

ROBIN (CONT'D): Um...it's pronounced... 'dly-nna-ya'.

DUSTIN: 'Dly-nna-ya'.

ROBIN: Which is spelled...

Robin points at the board and moves towards Dustin.

ROBIN (CONT'D): D...

Dustin gets up and walks towards the board. Robin sits down.

DUSTIN: D, uh...D, D, D...

Dustin points at the board.

DUSTIN (CONT'D): The...the chair. The chair-looking thingy.

Robin writes it down.

ROBIN: Yeah, okay.

**INT. SCOOPS AHOY – BACK ROOM – DAY**

Robin slides open the window to the front.

ROBIN (CONT'D): We've got our first sentence.

Steve turns around and walks over, holding two ice cream cones.

STEVE: Oh, seriously?

ROBIN: Yeah. (in Russian accent) "The week is long".

Steve looks disappointed.

STEVE: Well, that's thrilling.

ROBIN: I know. But, progress.

Robin slides the window closed.

**INT. SCOOPS AHOY – EATING AREA – DAY**

Steve turns around to face the counter.

STEVE: Uh, okay, here you go. You got a strawberry and then a vanilla with sprinkles, extra whipped cream.

Steve hands the ice creams to Max and Eleven, who start eating them.

MAX and ELEVEN (IN UNISON): Thanks.

STEVE: Wait a second. Are you even allowed to be here?

Max and Eleven share a look and smile. They giggle as they turn and run away. Steve looks slightly confused.

STEVE (CONT'D): That...

Steve turns around.

STEVE (CONT'D): Okay.

**EXT. STARCOURT MALL – DAY**

Max and Eleven push open the doors and walk towards the bus stop. Max holds her ice cream out to Eleven.

MAX: You wanna trade?

Eleven smiles and the pair swap ice creams.

MIKE (O.S.): That's ridiculous. Why can't I just...

Max stops and turns to see Mike, Lucas, and Will at the bike rack. Eleven follows Max's gaze, her smile fading.

MAX: Oh, you've gotta be shitting me.

Mike, Lucas, and Will unhook their bikes.

MIKE: Yeah, but-

LUCAS: You haven't got that much money.

MIKE: Okay, what if we split it?

Mike, Lucas and Will start to walk their bikes away from the rack.

LUCAS: Split it with what? Does that even make sense?

Max walks towards the boys, followed by Eleven.

MAX: Isn't this a nice surprise?

Mike and Lucas stop short, looking caught. Will stops as well, but he doesn't look like he was caught doing anything. Mike drops his bike and points at Eleven.

MIKE: What are you doing here?

ELEVEN: Shopping.

MAX: This is her new style. What do you think?

MIKE: What's wrong with you? You know she's not allowed to be here.

MAX: What is she, your little pet?

ELEVEN: Yeah. Am I your pet?

MIKE: What? No!

ELEVEN: Then why do you treat me like garbage?

MIKE: What?

ELEVEN: You said Nana was sick.

MIKE: She is. She is. She is sick.

LUCAS: Yeah, sick-

MIKE: She's sick.

LUCAS: She's sick. She's super sick. That's why we're here, actually?

MIKE: Yeah, yeah, we're shopping. Not for us, but for her, for Nana.



LUCAS: For Nana.

MIKE: Also, we're here to get a gift for you. Just, we couldn't find anything that suited you and I only have, like, \$3.50, so it's hard.

LUCAS: Super hard. It's...it's expensive.

ELEVEN: You lie.

Mike looks guilty.

ELEVEN (CONT'D): Why do you lie?

Mike doesn't say anything, unable to find the words. The bus' breaks squeal as it arrives. Max and Eleven turn their heads to see it. Eleven looks back at Mike, stepping towards him.

ELEVEN (CONT'D): I dump your ass.

Mike looks shocked. Max looks shocked but impressed. Eleven turns around and walks away, with Max following her shortly after. They leave the boys at the bike racks, with Mike and Lucas looking confused.

#### **INT. BUS**

Max and Eleven sit down on one of the seat pairs, smiling. They look at each other and grin, laughing. Max holds up her palm and Eleven high fives her.

#### **EXT. STARCOURT MALL – DAY**

Mike, Lucas, and Will watch as the bus pulls away.

WILL: Now can we play D&D?

LUCAS: No.

#### **EXT. HAWKINS TOWN HALL – DAY**

Hopper puts handcuffs on Henry and leads him towards a police car.

HENRY: He raised my property taxes, Jim. Forced me off my land.

HOPPER: You can protest all you want, Henry, you've just gotta go through the proper channels first, all right.

HENRY: Nothing proper about what that man did to us!

Hopper pushes Henry into the backseat of the police car.

HOPPER: Yeah, yeah.

HENRY: To our town!

HOPPER: Yeah, yeah, yeah, yeah, yeah.

Hopper shuts the door.

FLORENCE: Special delivery!

Hopper and Powell turn to see Florence walking towards them, carrying a JC Penney bag.

HOPPER: Ooh, yeah.

Hopper takes the bag and sets it on the floor, laughing as he reaches in and pulls out a shirt.

FLORENCE: That the right one?

Hopper chuckles as he unfolds the shirt.

HOPPER: Yeah. Yeah!

Hopper reaches down to grab the bag.

POWELL: That's a lot of colour for you, Chief.

Hopper stands up and puts the shirt in the bag.

HOPPER: It's cutting-edge stuff, all right?

Hopper starts walking to his truck. He turns to look at Powell and Florence.

HOPPER (CONT'D): It's cutting edge!

Powell shakes his head.

**INT. ENZO'S – NIGHT**

Lots of couples sit at tables, eating and drinking. A small group of musicians play chamber music for the restaurant. Hopper opens the door and walks inside, fixing his shirt. He looks hopeful.

**INT. ENZO'S – NIGHT**

Hopper sits at a table, reading from a menu. A waiter stands next to the table.

HOPPER: I'll start off with a Scotch, you can make that a double.

WAITER: Very good, sir.

HOPPER: And I think we'll have a bottle of red, as well.

WAITER: Very good, sir.

HOPPER: How's your "chee-anti"?

WAITER: Our Chianti is very good.

HOPPER: Chianti.

WAITER: Medium-bodied, with just a hint of cherry.

HOPPER: Great. Women love cherries, huh?

Hopper snaps the menu closed and hands it to the waiter.

HOPPER (CONT'D): All right, we'll have, uh, that and two...two glasses, please, one for, uh, me and one for the lady.

Hopper reaches into his pocket and pulls out a pack of cigarettes.

WAITER: Ooh. Very good, sir.

The waiter walks away. Hopper watches the door as he pulls out a cigarette and puts it in his mouth. He checks his watch. He grabs a lighter from his pocket and puts the cigarette box back, using the lighter to light his cigarette.

**EXT. CLARKE HOUSE – FRONT YARD – NIGHT**

JOYCE (O.S.): And what is this again?

**INT. CLARKE HOUSE – GARAGE – NIGHT**

Mr. Clarke puts together a model to show Joyce how electromagnetic fields work.

MR. CLARKE: This is a solenoid. It's a coil, wrapped around a metallic core, and when electricity passes through it...

JOYCE: It creates an electromagnetic field.

MR. CLARKE: Exactamundo. Now for the fun part. Shall we?

JOYCE: Yeah.

Mr. Clarke flicks a switch, then turns a lever. Electricity hums, but nothing changes. Joyce waves her hand over it.

JOYCE (CONT'D): I...I don't see anything.

MR. CLARKE: Nope. You can't see it, but it's there, I assure you. Our very own Clarke-Byers Electromagnetic Field. Pretty neato, huh?

JOYCE: Yeah.

MR. CLARKE: And this field affects any charged object in its vicinity.

JOYCE: Just like my magnets.

MR. CLARKE: Just like your magnets.

JOYCE: Okay, why is nothing happening?

MR. CLARKE: Oh, because our field is stable. But, if we reduce the current...

Mr. Clarke turns the lever. The magnets on the model fall off.

JOYCE: How...

Joyce attempts to put the magnets back onto the model, but they fall right off.

MR. CLARKE: The magnetic dipoles tried to orient according to the field, but-

JOYCE: No, no, no, I mean, how is this happening at my house?

MR. CLARKE (CONT'D): You want my honest opinion?

Joyce nods.

MR. CLARKE: One of your kiddos got up in the middle of the night, bumped into the fridge, and knocked the suckers loose.

JOYCE: And the magnets at Melvald's?

MR. CLARKE: Apophenia.

JOYCE: Apo-what-o-whah?

MR. CLARKE: Apophenia. Uh...you're seeing patterns that aren't there. Coincidence.

JOYCE: But what if...it's not?

MR. CLARKE: Well...theoretically-speaking, I suppose some large version of this AC transformer could exist. A machine of some kind.

JOYCE: A machine?

MR. CLARKE: But, in order to reach your house and downtown, gosh, that would take billions of volts of electricity and cost tens of millions of dollars.

JOYCE: But it is possible.

MR. CLARKE: We cured polio in '53. Landed on the moon in '69. As I tell my students, once you open up that curiosity door, anything is possible.

**EXT. STARCOURT MALL – NIGHT**

Most lights are off. Escalators are off. Shops are closed. It's quiet. Only Scoops Ahoy has its doors open and its light on.

**INT. SCOOPS AHOY – BACK ROOM – NIGHT**

Steve, Dustin, and Robin stand in front of the board, reading off the translation they'd written.

STEVE, DUSTIN, and ROBIN (IN UNISON): "The week is long, the silver cat feeds, when blue meets yellow in the west".

**INT. STARCOURT MALL – NIGHT**

Dustin and Robin stand back as Steve closes the door to Scoops Ahoy.

STEVE: I mean, it just...it just can't be right.

Steve kneels as he locks the door. Dustin and Robin slowly start walking.

ROBIN: It's right.

DUSTIN: Honestly, I think it's great news.

STEVE: How is this great news?

Steve stands up and starts walking after Dustin and Robin.

STEVE (CONT'D): I mean...

Steve chuckles.

STEVE (CONT'D): So much for being American heroes. It's total nonsense.

DUSTIN: It's not nonsense. It's too specific. It's obviously a code.

STEVE: What do you mean, a code?

DUSTIN: Like a super secret spy code.

STEVE: That's a total stretch.

ROBIN: I don't know, is it?

STEVE: You're buying into this?

ROBIN: Listen, just for kicks, let's entertain the possibility that it is a secret Russian transmission. What'd you think they were gonna say, "Fire the warhead at noon"?

DUSTIN: Exactly.

ROBIN: And my translation is correct. I know that for sure, so... "the silver cat feeds". Why would anyone talk like that unless they were trying to mask the true meaning of their message.

DUSTIN: Exactly.

ROBIN: And why would anyone wanna mask the true meaning of their message unless the message was somehow sensitive?

DUSTIN: Exactly.

Dustin gives Steve a look. Steve makes a mocking expression.

ROBIN: So I guess that confirms your suspicion.

DUSTIN: Evil Russians.

ROBIN: I can't believe I'm about to agree with this strange child, but, yeah, totally evil Russians.

DUSTIN: So how do we crack it?

ROBIN: Well, I guess we translate the rest and hopefully a pattern emerges.

DUSTIN: A pattern. Right, like maybe "silver cat" is a meeting place?

ROBIN: Or a person.

DUSTIN: Or a weapon.

ROBIN: It's probably gonna take a super genius to crack it, but...

Robin notices that Steve is no longer with them.

ROBIN (CONT'D): Where's Steve?

Dustin and Robin turn around to see Steve standing in front of a toy moving horse. He's digging in his pockets.

ROBIN (CONT'D): Hey, Steve.

Steve's coins clatter to the ground as he tries to sort through them.

ROBIN (CONT'D): What are you doing?

STEVE: Uh, it's a quarter. I need...do you have a quarter?

Robin chuckles. She and Dustin run towards Steve. He waves them over.

ROBIN: Sure you're tall enough for that ride?

STEVE: Quarter!

Robin tosses Steve a quarter. He catches it and bends down, putting it into the machine. As the horse starts moving, 'Daisy Bell' starts playing. Steve stays next to the machine, listening. Dustin and Robin look down at him.

ROBIN: You need help getting up, little Stevie?

STEVE: Shh!

Dustin chuckles.

STEVE (CONT'D): Would you two just shut up and listen?

Dustin and Robin do so. Robin sighs. As Dustin listens, he has a realisation.

DUSTIN: Holy shit.

Steve looks at Dustin. Robin is confused.

DUSTIN (CONT'D): The music.

Dustin quickly pulls his bag off and drops it to the ground.

DUSTIN (CONT'D): The music!

Dustin kneels beside his bag and pulls out the tape recorder. He presses play, and the recording starts. 'Daisy Bell' can be heard clearly in the background of the recording.

ROBIN: I don't understand.

DUSTIN: It's the exact same song on the recording.

ROBIN: Maybe they have horses like this in Russia.

STEVE: "Indiana Flyer"? I don't...I don't think so. This code, it...didn't come from Russia.

Steve looks at Robin.

STEVE (CONT'D): It came from here.

Robin and Dustin look at the horse as it continues to move.

#### INT. ENZO'S – NIGHT

Lots of couples sit at tables, eating and drinking. A small group of musicians play chamber music for the restaurant. Hopper sits at a table, holding a glass of wine and staring at the door. He downs the rest of the glass and bites into a breadstick. The waiter clears his throat.

WAITER: Would you like to order your entrée, sir?

HOPPER: (slurring) You know what, Enzo?

WAITER: My name is not Enzo.

HOPPER: (slurring) I just lost my appetite, all right?

Hopper reaches into his pocket and pulls out his wallet.

HOPPER (CONT'D): (slurring) So, here you go.

Hopper slams a note down on the table.

HOPPER (CONT'D): (slurring) You can keep the change.

Hopper reaches for the bottle of chianti, knocking over dishes. The waiter tries to stop him.

WAITER: Sir! I'm afraid no alcohol is allowed off the premises.

Hopper blows a raspberry in the waiter's face. He starts walking towards the door.

HOPPER: I can do anything I want. I'm the chief of police.

Hopper tips the chianti up to his lips as he walks towards the door. He bumps violently into a chair but keeps walking. Grigori turns to stare at him from the chair.

**EXT. HAWKINS ROAD – NIGHT**

Billy's car speeds along. Distant thunder rumbles.

**EXT. BRIMBORN STEELWORKS – NIGHT**

Billy's car pulls up outside. He gets out of the car, looking around as he closes the door and heads towards the boot. He slowly opens the boot, revealing an unconscious, tied-up Heather inside.

HEATHER (O.S.): Billy, are you okay?

**FLASHBACK – INT. HAWKINS COMMUNITY POOL – MEN'S ROOM – DAY**

*Billy lunges for Heather, his hand going around her throat. She grunts as he chokes her. Billy pulls the shower curtain closed. There's struggling on the other side.*

**INT. BRIMBORN STEELWORKS – MAIN FLOOR – NIGHT**

Billy carries Heather towards the basement door.

**INT. BRIMBORN STEELWORKS – BASEMENT – NIGHT**

Billy's footsteps echo as he carries Heather down the stairs and into the centre of the basement. He lays her on her side on the ground. She slowly starts to come to, looking around in confusion. She sees Billy above her and starts to struggle against the ropes, whimpering. Billy grabs her shoulders and pushes her down, stopping her struggles and whimpers. Billy leans down to whisper in Heather's ear.

BILLY: Don't be afraid. It'll be over soon. Just stay very still.

Billy slowly pulls the duct tape over Heather's mouth off. Billy looks towards the far end of the basement and stands up. There's snarling. Heather turns her head in the direction of the noise. The rats' sludge has joined together to create a gross, fleshy imitation of the Mind Flayer. It steps towards Billy and Heather. It screeches. Heather screams.

HEATHER: No!

The Spider Monster roars. Heather screams. Billy looks straight ahead, emotionless.

Cut to black.

**END EPISODE.**